

(2) A member may not vote by proxy. However, a member that is not [a natural person] AN INDIVIDUAL may be represented by an individual authorized IN WRITING by the member to represent it.

(3) A MEMBER MAY NOT VOTE OR HOLD OFFICE IF THE MEMBER IS LESS THAN 18 YEARS OF AGE.

(c) (1) At any meeting of the members [of a credit union], the members may:

(i) Decide any question of interest to the credit union;

(ii) Except for any instance where, in the judgment of the board [of directors], it would result in damage to the credit union's financial soundness or would otherwise force the board [of directors] to abrogate their fiduciary responsibility, overrule any decision of the board [of directors]; and

(iii) Amend the bylaws or articles of incorporation as provided in [§ 6-222] § 6-320 of this subtitle.

(2) At the annual meeting of the members, the members shall elect directors, unless they are elected as provided in [§ 6-215] § 6-329 of this subtitle OR AS PROVIDED IN THE BYLAWS FOR MAIL BALLOTING.

[6-211.1.] 6-318.

(a) The provisions of this section do not apply to:

(1) An action authorized under [§ 6-215] § 6-329 or [§ 6-223] § 6-321 of this subtitle;

(2) A voluntary dissolution under [§ 6-703] § 6-804 of this title; or

(3) [A vote for which the Commissioner has waived the requirement for a mail ballot under § 6-701(d), § 6-701.1(e), § 6-702(e), or § 6-704(e) of this title] AN AUTHORIZATION OF COMPENSATION UNDER § 6-331 OF THIS SUBTITLE.

(b) The board [of directors] of a credit union:

(1) May authorize by resolution any question, proposal, or other matter requiring membership approval to be voted on by mail ballot; and

(2) Shall establish a sequence of dates by which the voting procedures are initiated and completed.

(c) The secretary of the credit union shall mail to each member IN GOOD STANDING WHO IS eligible to vote:

(1) A printed ballot;

(2) An explanation of the question, proposal, or other matter to be voted on; and

(3) A postage pre-paid and pre-addressed return envelope.